

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

JOINT APPLICATION OF ALLTEL)	
MOBILE COMMUNICATIONS OF KENTUCKY,)	
INC., AND T-COM, INC., FOR AN)	CASE NO. 9672
ORDER APPROVING THE ACQUISITION)	
OF T-COM'S ASSETS BY ALLTEL)	

O R D E R

On August 19, 1986, ALLTEL Mobile Communications of Kentucky, Inc., (hereinafter "ALLTEL") and T-Com, Inc., filed a joint application for approval to transfer the assets of T-Com, Inc., to ALLTEL. In addition, ALLTEL, a Kentucky corporation, has applied for a Certificate of Public Convenience and Necessity to operate a radio paging business. The terms of the transfer were set forth in an Asset Purchase Agreement entered into by both parties.

The Commission has reviewed the Asset Purchase Agreement as well as the financial, technical, and managerial abilities of ALLTEL and is of the opinion that ALLTEL is ready, willing, and able to operate the paging assets of T-Com, Inc. Sister companies of ALLTEL currently operate paging systems in several markets and in so doing demonstrate technical ability to maintain such a system.

Thus, the Commission shall approve the proposed transfer of assets of T-Com, Inc., to ALLTEL and grant ALLTEL a Certificate of Public Convenience and Necessity.

IT IS THEREFORE ORDERED that:

1. The transfer of assets of T-Com, Inc., to ALLTEL be and it hereby is approved.

2. A Certificate of Public Convenience and Necessity be and it hereby is granted to ALLTEL.

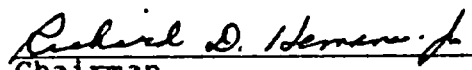
3. T-Com, Inc., shall have the responsibility of filing with the Public Service Commission an Annual Report for the portion of 1986 in which it operated the system.

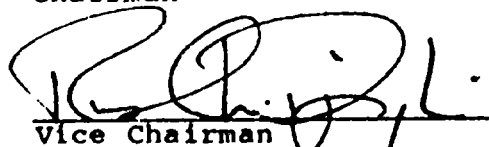
4. ALLTEL shall have the responsibility of filing with the Public Service Commission an Annual Report for that portion of 1986 in which it operates the system.

5. ALLTEL shall file a tariff within 30 days of the date of this Order.

Done at Frankfort, Kentucky, this 31st day of October, 1986.

PUBLIC SERVICE COMMISSION


Chairman


Vice Chairman


Commissioner

ATTEST:

Executive Director